

AMAZING SPIDER-MAN® 3

MARVEL

GAGE
FOREMAN
BEREDO

CIVIL WAR™ II



MARVEL

003

VARIANT
EDITION

THE WORLD'S GREATEST SUPER HERO!

The AMAZING SPIDER-MAN



CIVIL WAR II



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DIRECT EDITION

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CIVIL WAR II

AMAZING SPIDER-MAN

WHEN SCIENCE-GEEK PETER PARKER WAS BITTEN BY A RADIOACTIVE SPIDER, HE GAINED THE PROPORTIONAL SPEED, STRENGTH AND AGILITY OF A SPIDER; ADHESIVE FINGERTIPS AND TOES; AND THE UNIQUE AWARENESS OF DANGER CALLED "SPIDER-SENSE." NOW, HE HAS FINALLY LIVED UP TO HIS POTENTIAL AS THE C.E.O. OF PARKER INDUSTRIES.

AFTER A NEW INHUMAN NAMED ULYSSES HELPED THE SUPER HERO COMMUNITY STOP AN ALIEN INVASION, SPIDER-MAN TOOK HIM UNDER HIS WING. HOWEVER, ULYSSES HAD ANOTHER VISION – THIS TIME OF ONE OF PETER PARKER'S EMPLOYEES – THE REFORMED SUPER VILLAIN CLAYTON COLE – TURNING TRAITOR!

CLAYTON LEARNED OF ULYSSES' VISION AND DONNED A REVAMPED COSTUME OF HIS OLD ALTER-EGO... **CLASH!**

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INDUSTRIES.
PETER
PARKER'S
OFFICE.



YOU LOOK
AWFUL. WERE YOU UP
ALL NIGHT WAITING
FOR CLAYTON TO
CALL?

COULDN'T
REALLY
SLEEP.

HAVE SOME
COFFEE. AND
STOP BEATING
YOURSELF
UP.



BUT IT'S
MY FAULT,
HARRY.

CLAYTON
HELPED OUT AGAINST
**THE GHOST, THE
ZODIAC...** HIS TECH
SAVED YOU FROM
REGENT.

AND I
STILL TREATED
HIM LIKE A CRIMINAL,
JUST BECAUSE HE
MADE SOME BAD
DECISIONS AS
A KID.



HEY, I FEEL
FOR CLAY, BUT
WE'RE NOT TALKING
ABOUT TAGGING WALLS.
HE BECAME A **COSTUMED
CRIMINAL.** AND THEN
SPENT YEARS AS A
HENCHMAN TO OTHERS.

HE WAS
TOLD BY YOU, ME,
AND HIS PROBATION
OFFICER NOT TO USE
HIS **CLASH** TECH. AND
HE KEPT DOING
IT ANYWAY.



LIKE I
SAID BEFORE,
I'VE BEEN
THERE.

THE SUIT,
THE POWER...
THEY'RE LIKE A
DRUG. ONE HE
KEEPS GOING
BACK TO.



EXCEPT
THIS TIME,
I **DROVE**
HIM TO
IT.

COULD YOU HAVE HANDLED THINGS BETTER? MAYBE. BUT AS AN EX-BAD GUY MYSELF, I DON'T THINK YOU DID ANYTHING UNREASONABLE.

AND YOU'VE LEFT HIM MESSAGE AFTER MESSAGE TELLING HIM YOU'RE SORRY, YOU TRUST HIM. THAT YOU'LL BACK HIM ON HIS OWN VENTURES. VOICE, TEXT, EMAIL.

CLAYTON'S A GROWN MAN TOO. HE MADE HIS OWN CHOICES, AND HE'S RESPONSIBLE FOR THEM. NOW IT'S ON HIM...

PATPAT

ACROSS TOWN.

"...TO MAKE THE RIGHT ONES."

I'VE BEEN THINKING OVER WHAT YOU SAID. ABOUT PEOPLE USING ME... EXPLOITING ME. HOW NO ONE'S REALLY GONNA LOOK OUT FOR ME BUT ME.

AND I THINK IT'S TIME I STARTED DOING THAT.

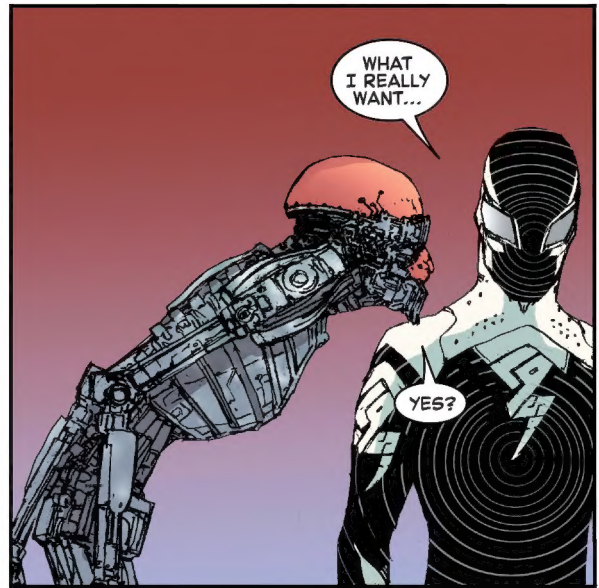
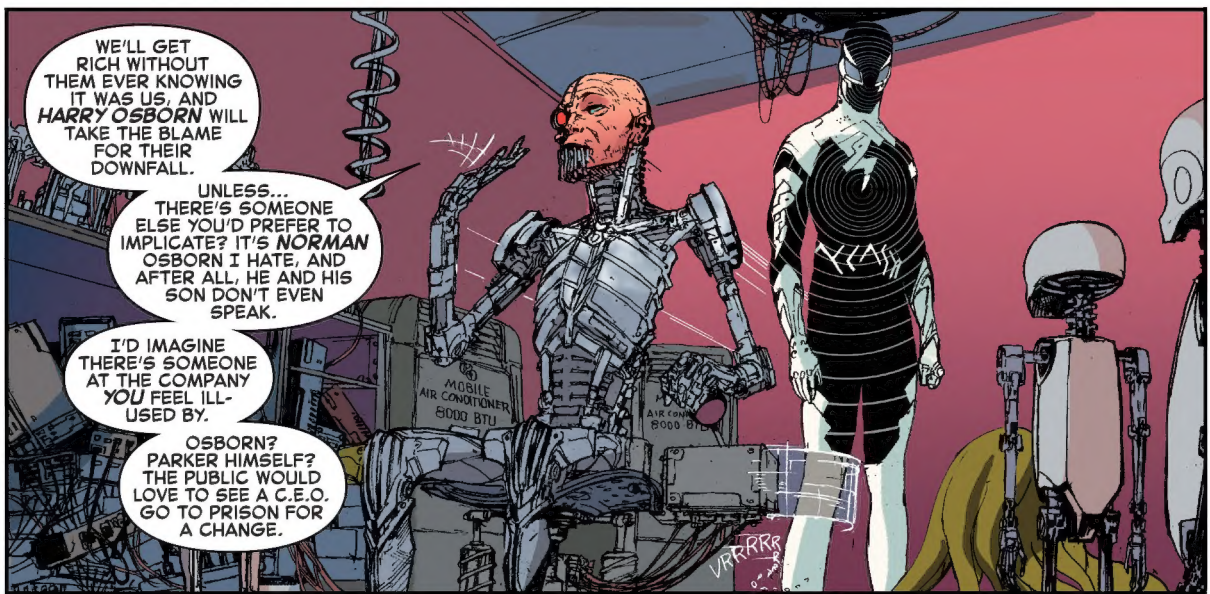
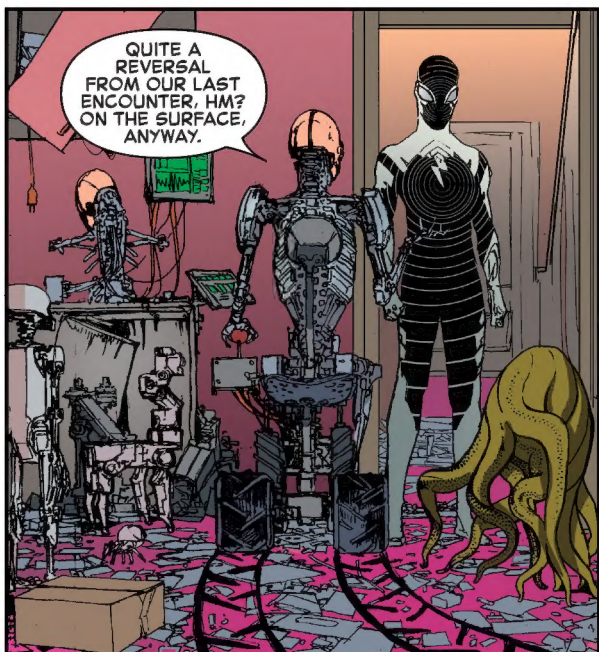


I'M SO
PLEASED
YOU'VE SEEN
THE LIGHT,
MR. COLE.

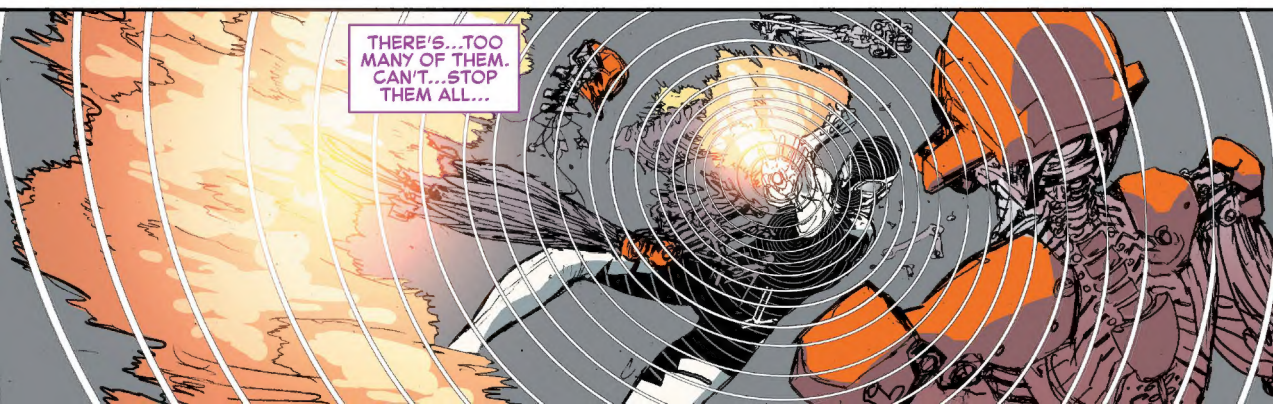
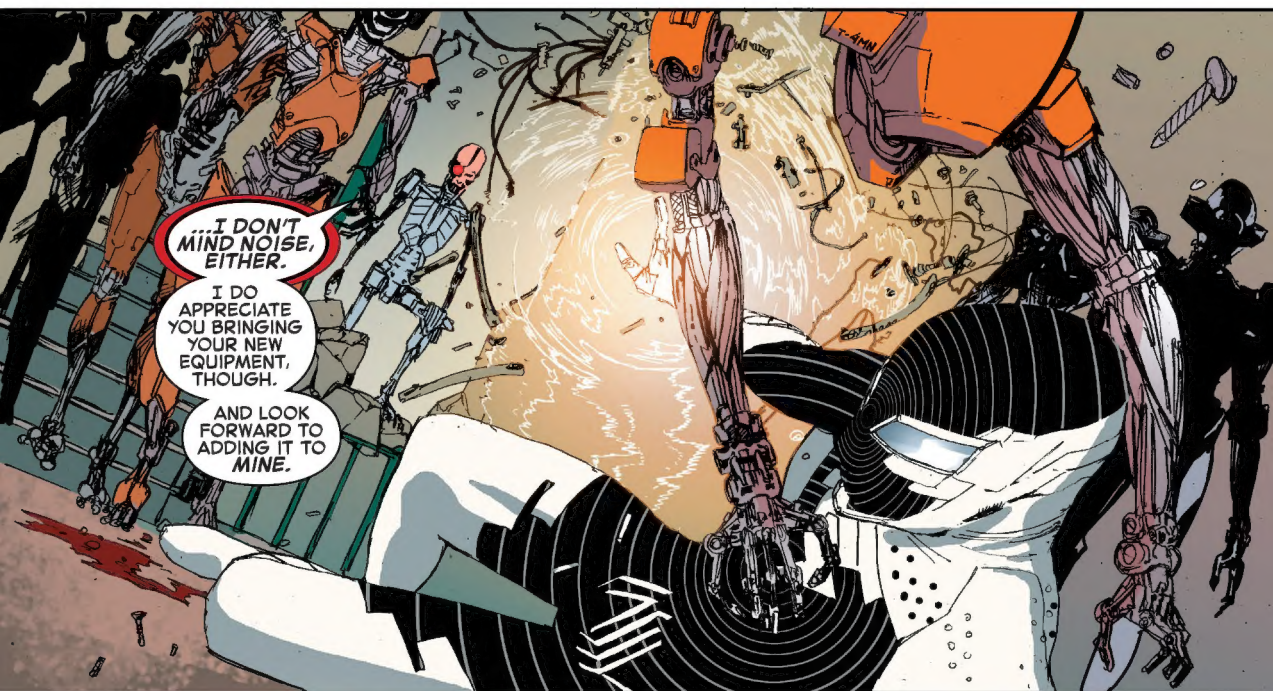
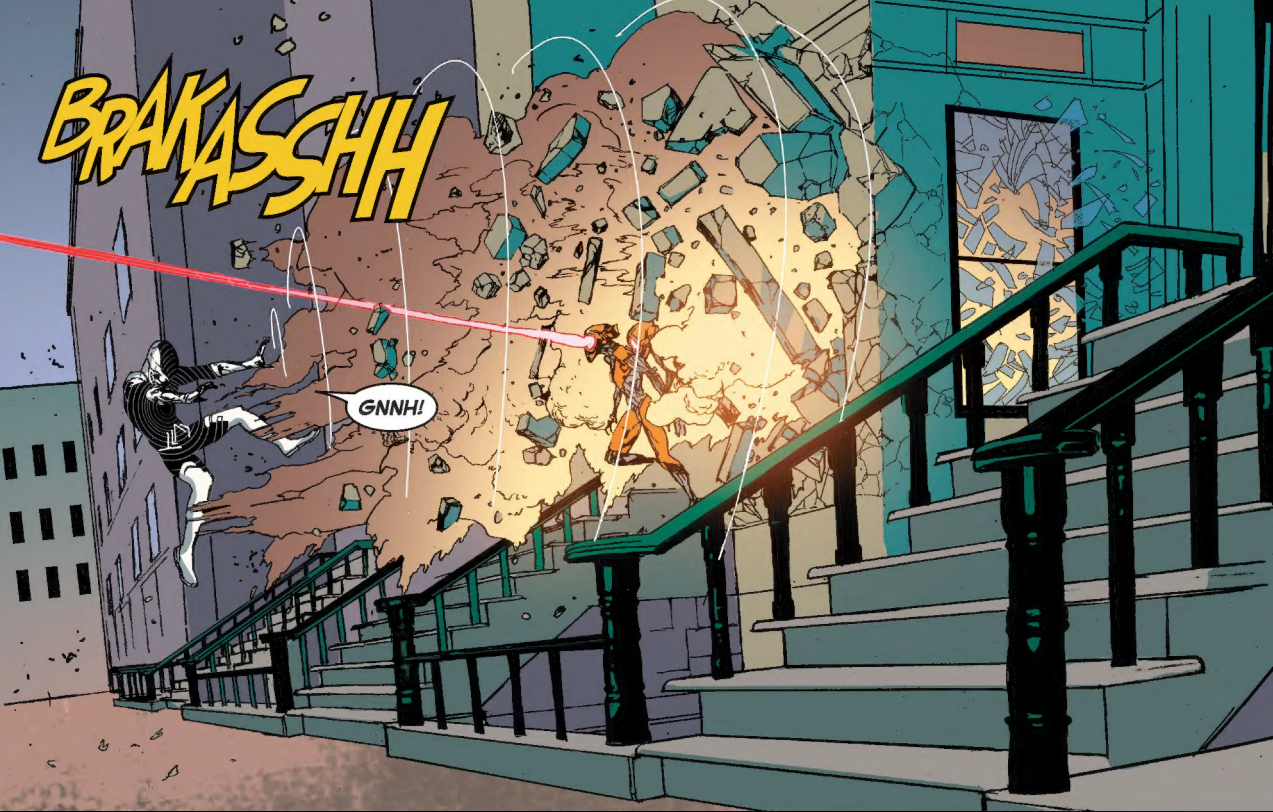
BUT FORGIVE
MY INFORMALITY.
THE WAY YOU'RE
DRESSED, I SHOULD
CALL YOU CLASH. AND
I SUPPOSE, FOR
NOSTALGIA'S
SAKE...

...YOU
MAY CALL ME
THE ROBOT
MASTER.

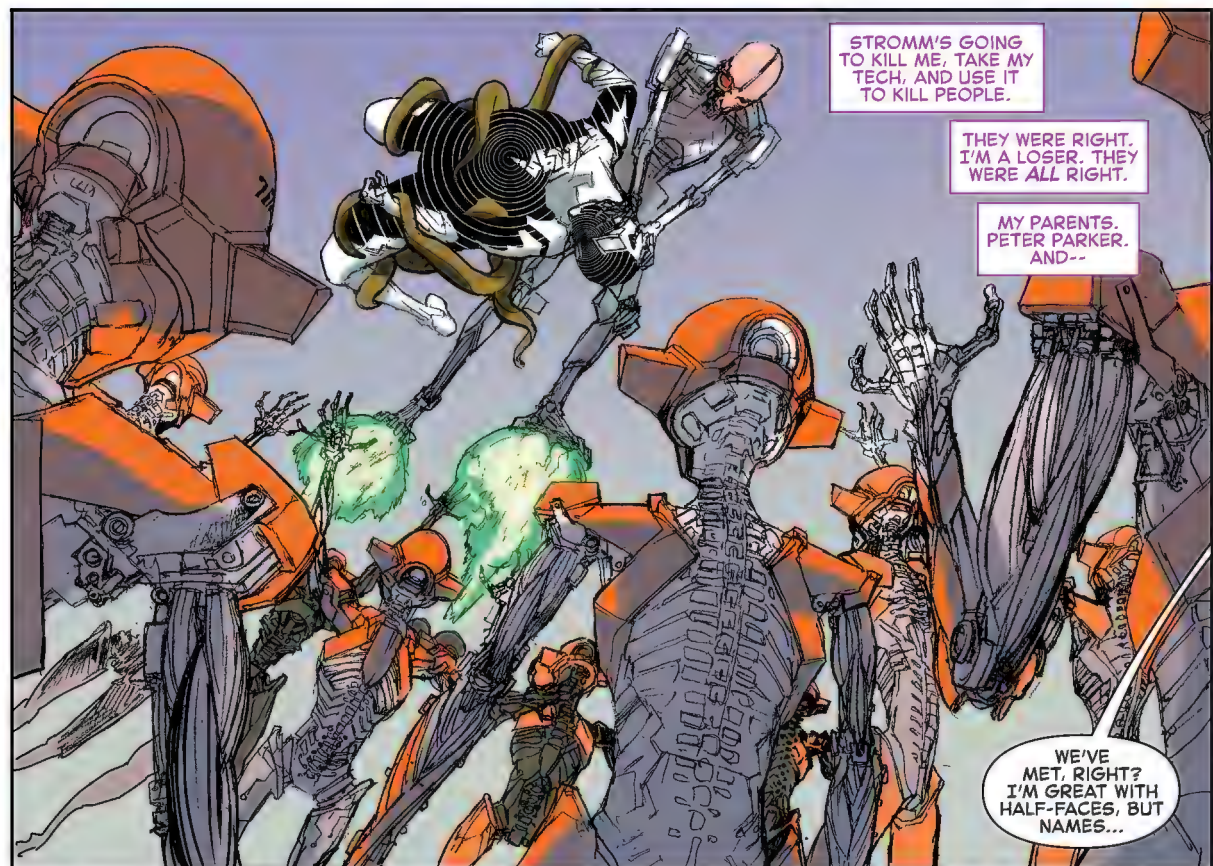
10000
VOLTS

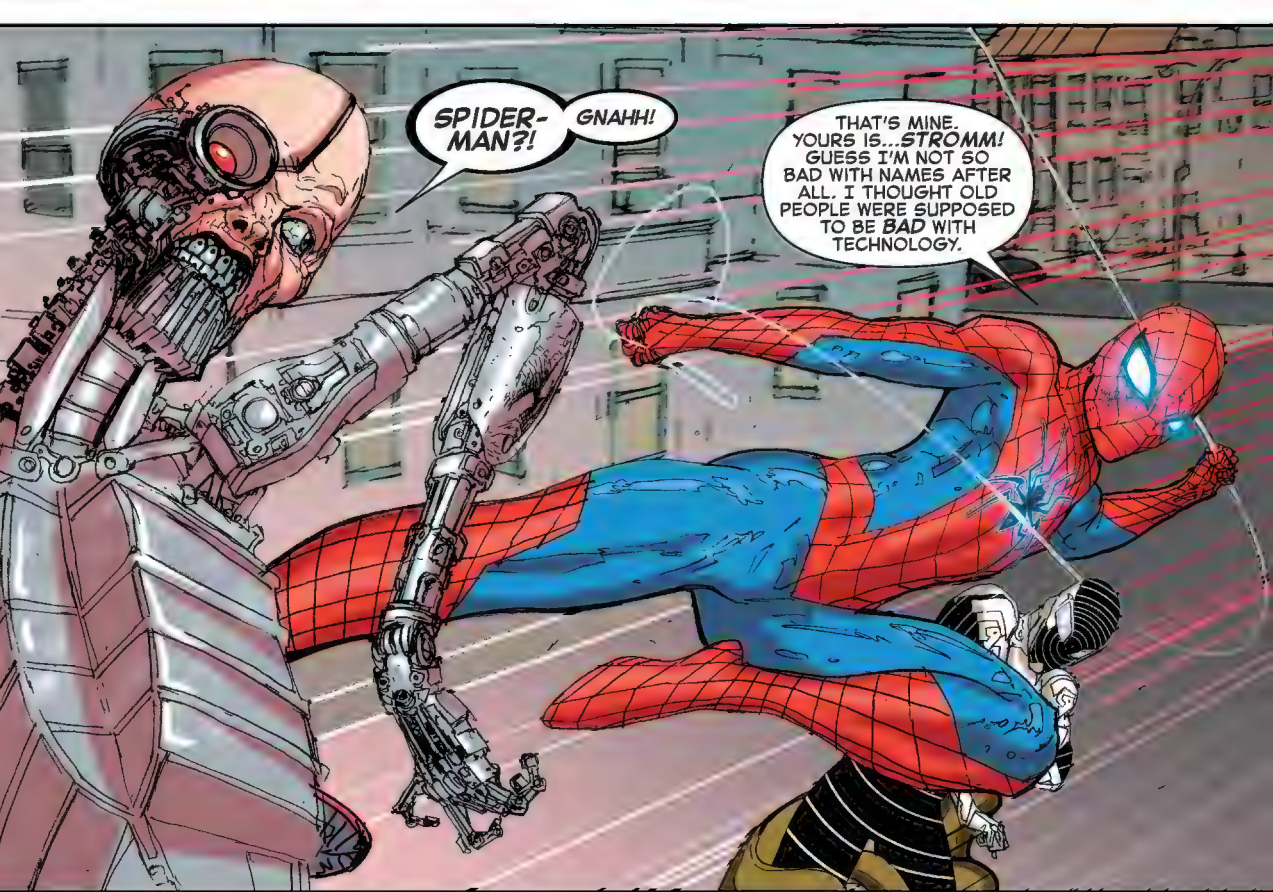








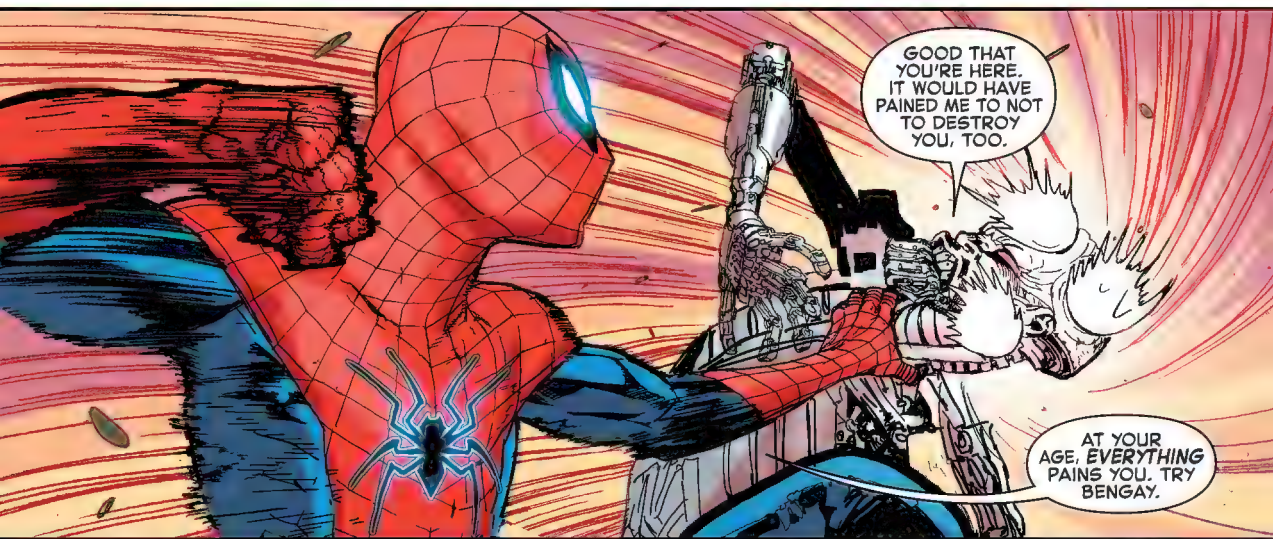




SPIDER-MAN?!

GNAHH!

THAT'S MINE.
YOURS IS...STROMM!
GUESS I'M NOT SO
BAD WITH NAMES AFTER
ALL. I THOUGHT OLD
PEOPLE WERE SUPPOSED
TO BE BAD WITH
TECHNOLOGY.



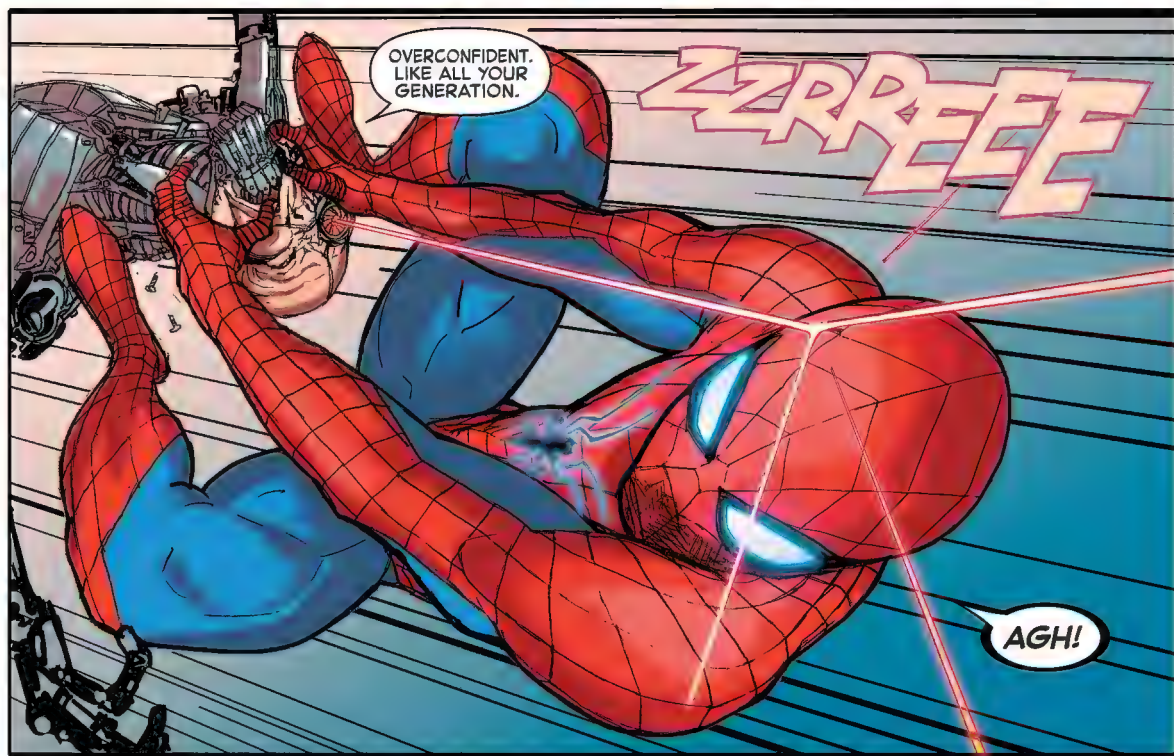
GOOD THAT
YOU'RE HERE.
IT WOULD HAVE
PAINED ME TO NOT
TO DESTROY
YOU, TOO.

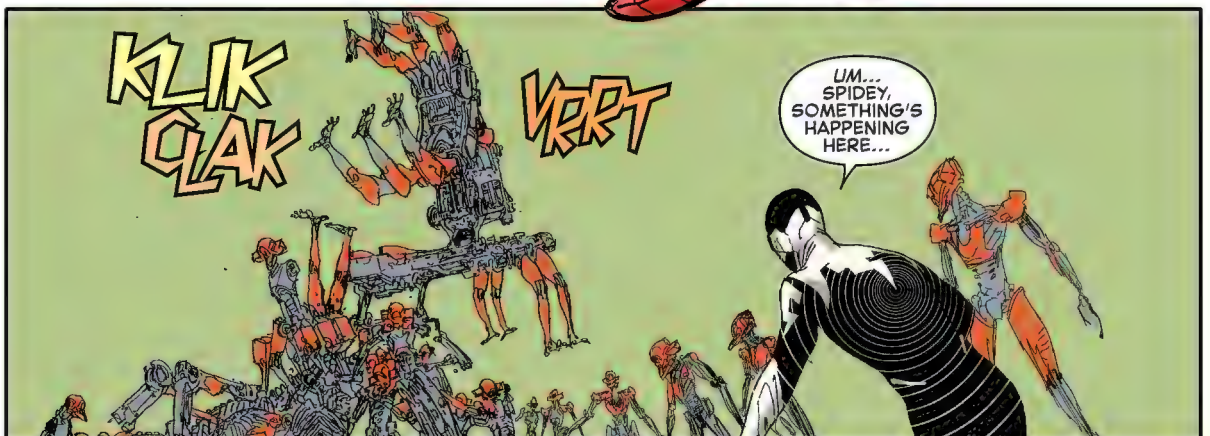
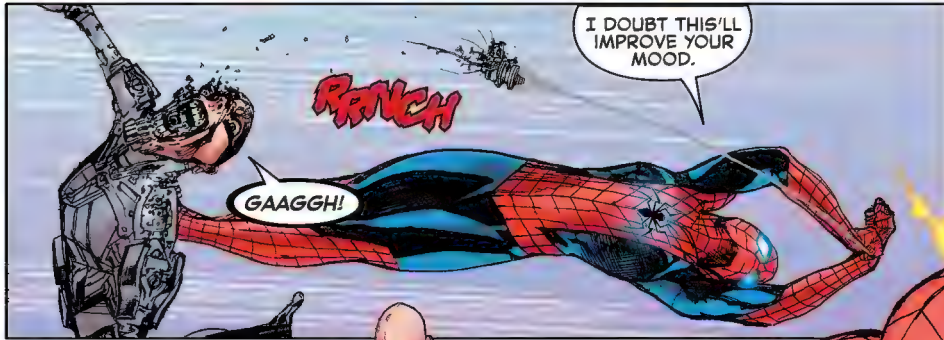
AT YOUR
AGE, EVERYTHING
PAINS YOU. TRY
BENGAY.

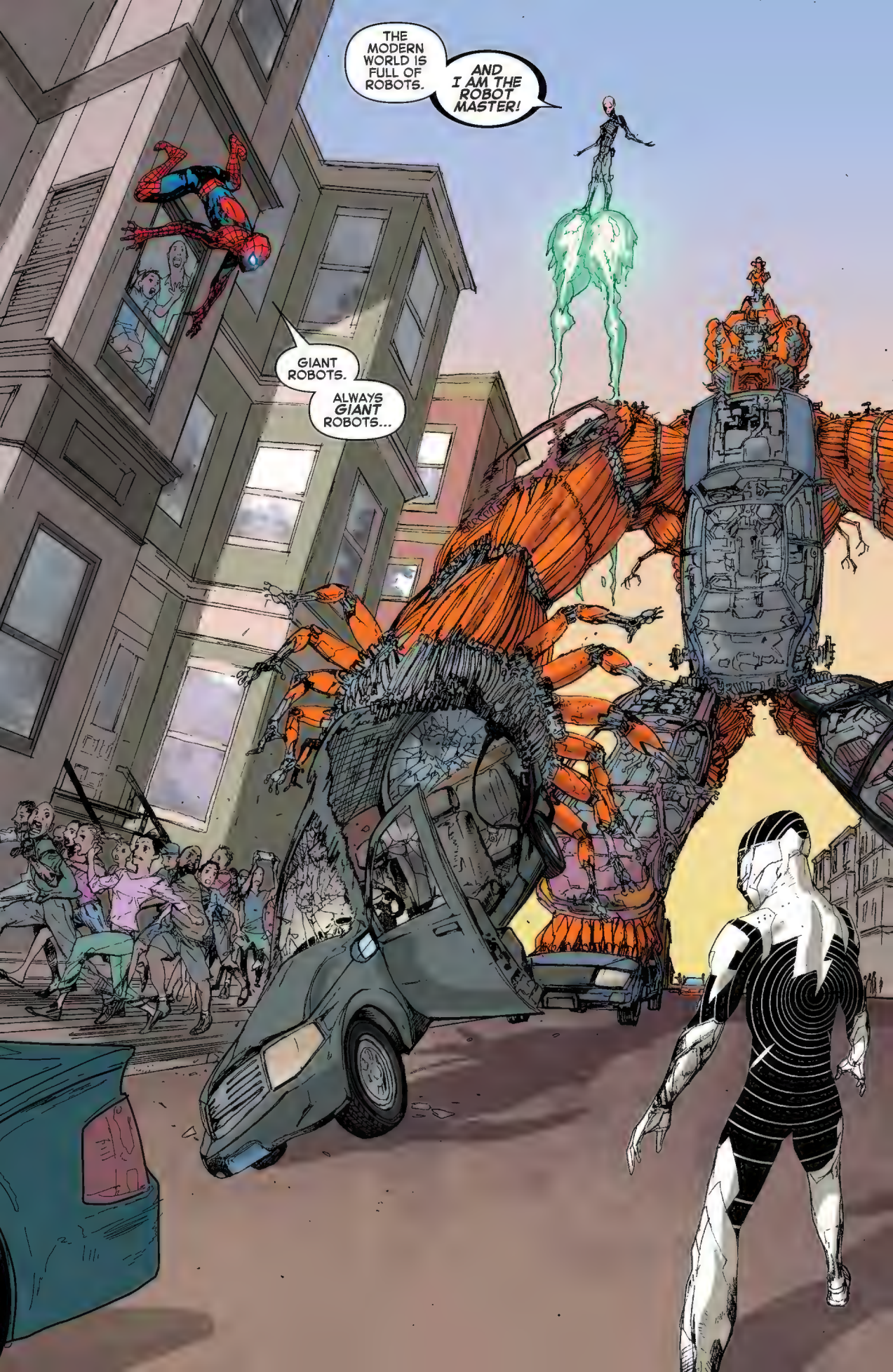


I ALWAYS
HATED THAT
BLOBBY THING.
SINCE WHEN ARE
ROBOTS BLOBBY?
YOU GOT HIM IF
I HANDLE
STROMM?

I--I--





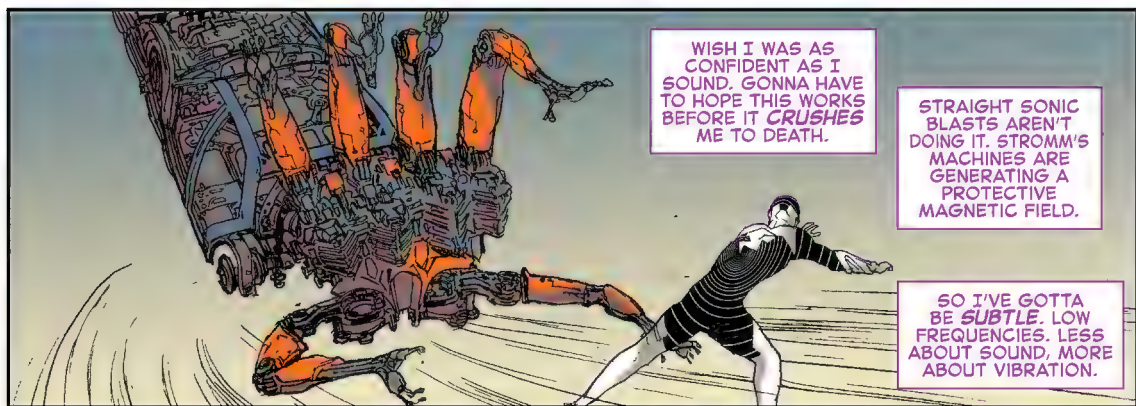
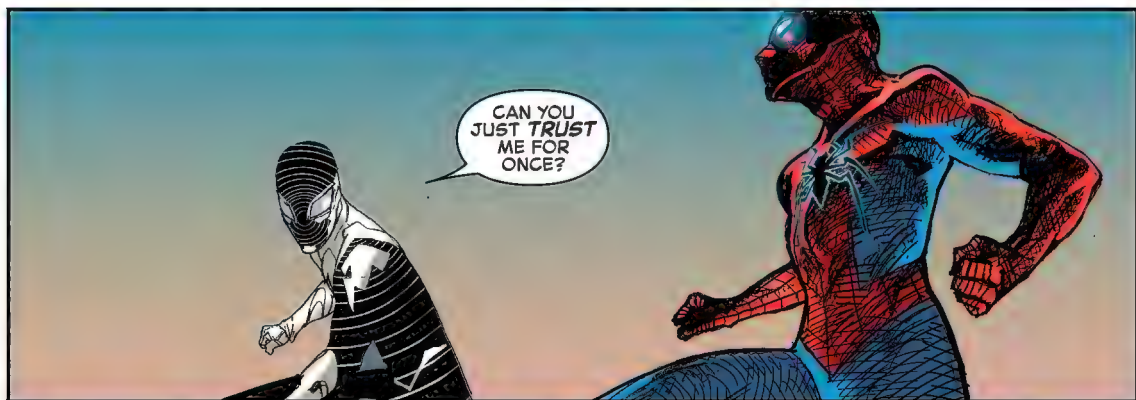


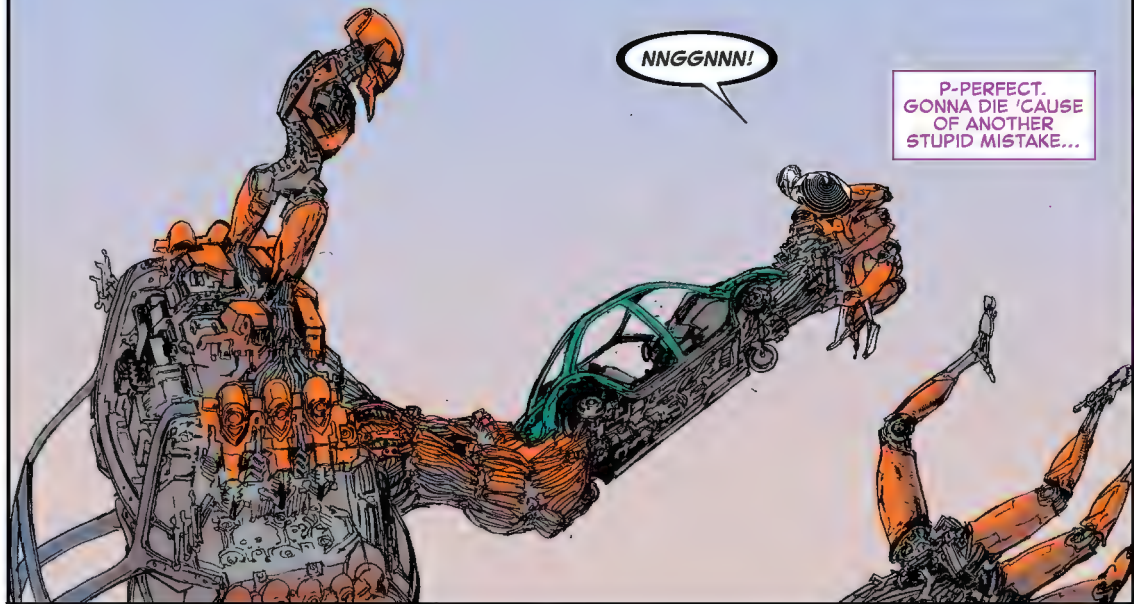
THE
MODERN
WORLD IS
FULL OF
ROBOTS.

AND
I AM THE
ROBOT
MASTER!

GIANT
ROBOTS.

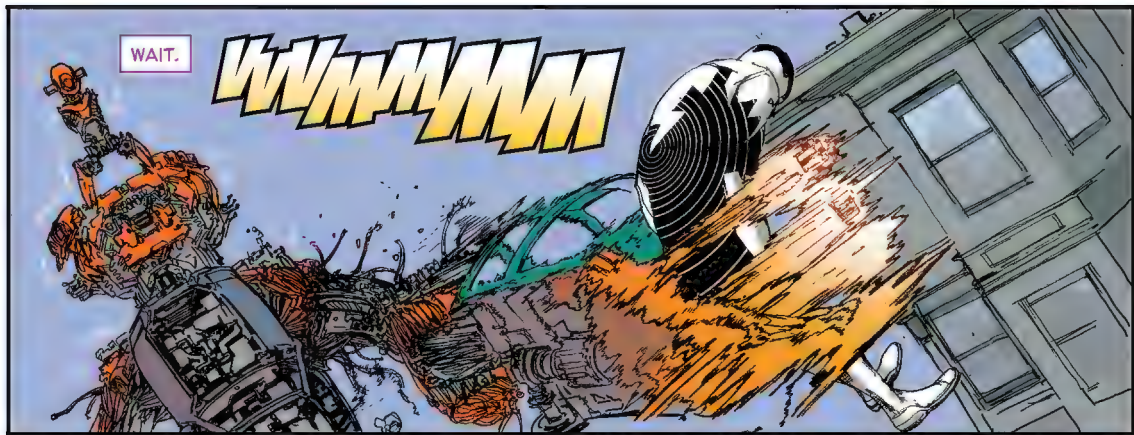
ALWAYS
GIANT
ROBOTS...





NNGGNNN!

P-PERFECT.
GONNA DIE 'CAUSE
OF ANOTHER
STUPID MISTAKE...



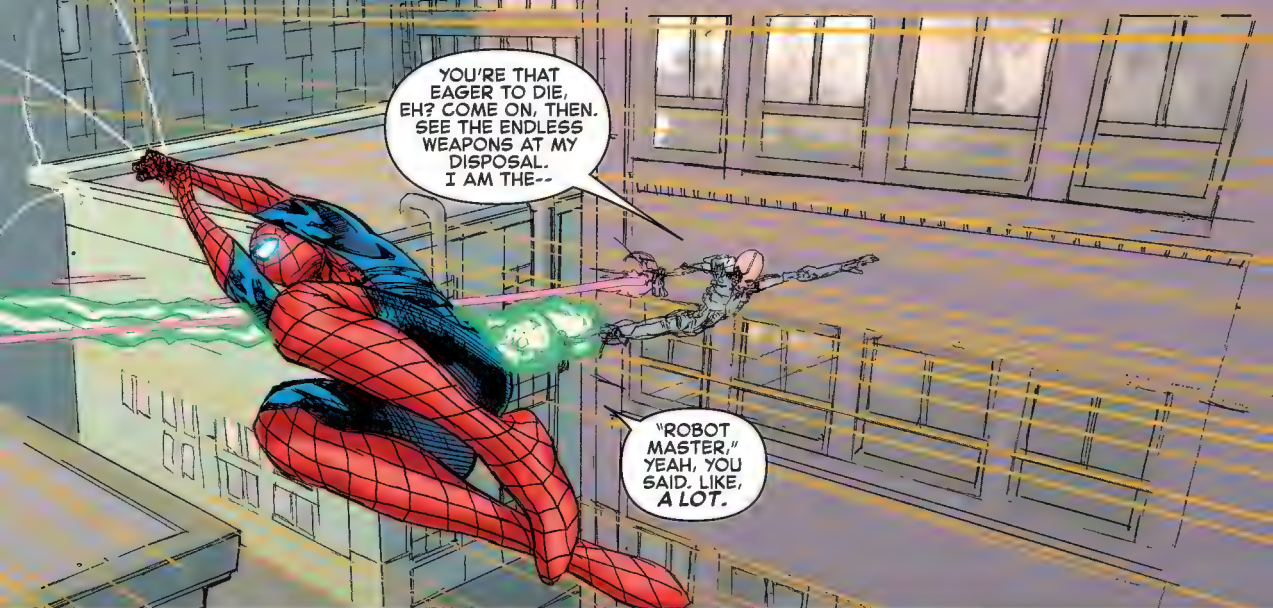
WAIT.

WAAAAAAAA



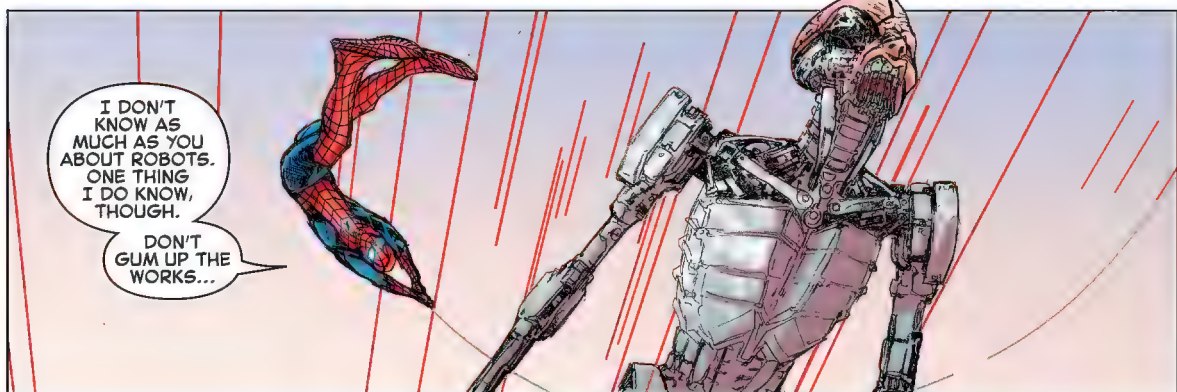
YES!

ALL
ABOUT
THAT BASS,
BABY!



YOU'RE THAT EAGER TO DIE, EH? COME ON, THEN. SEE THE ENDLESS WEAPONS AT MY DISPOSAL. I AM THE--

"ROBOT MASTER," YEAH, YOU SAID. LIKE, A LOT.



I DON'T KNOW AS MUCH AS YOU ABOUT ROBOTS. ONE THING I DO KNOW, THOUGH.

DON'T GUM UP THE WORKS...

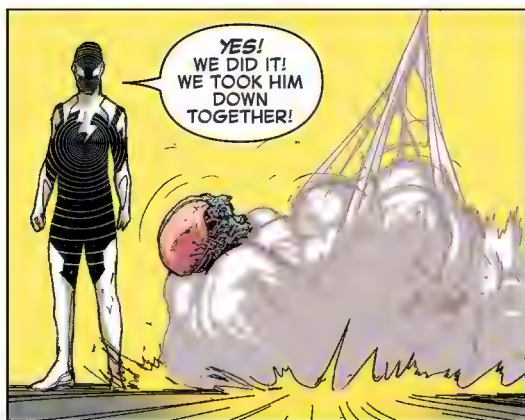


WH-WHAT--?

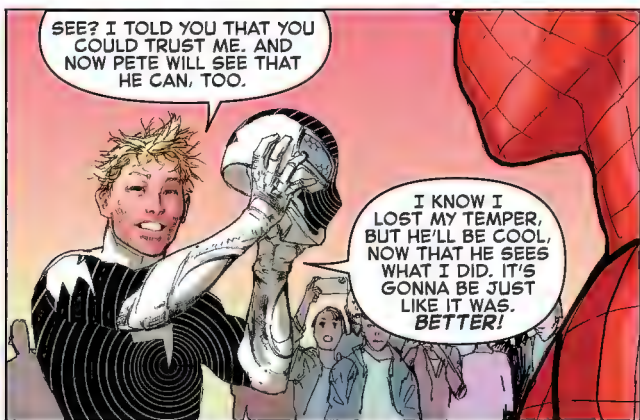


...OR THINGS GET MESSY.

NOOO--!

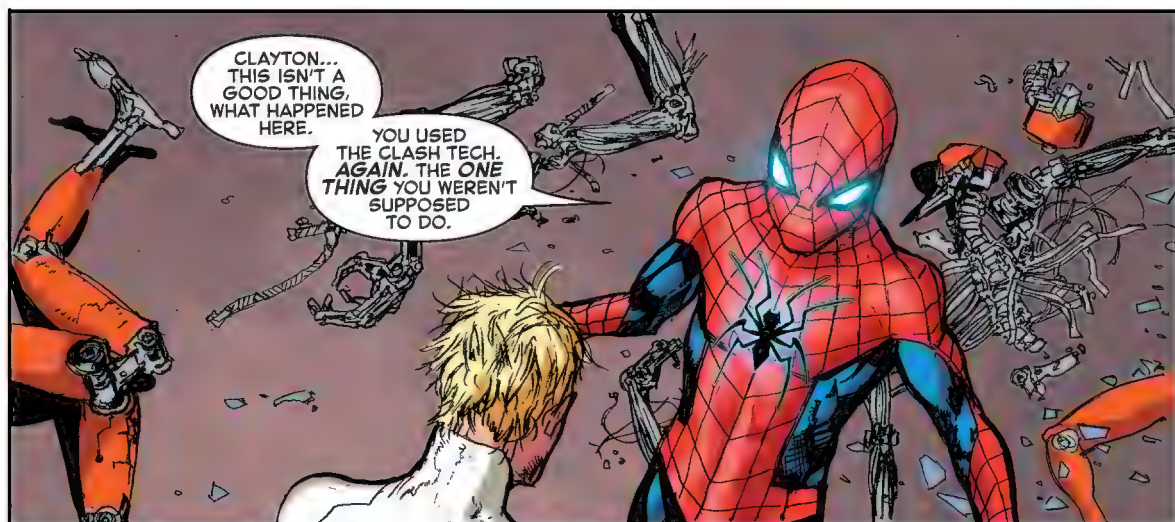


YES! WE DID IT! WE TOOK HIM DOWN TOGETHER!



SEE? I TOLD YOU THAT YOU COULD TRUST ME. AND NOW PETE WILL SEE THAT HE CAN, TOO.

I KNOW I LOST MY TEMPER, BUT HE'LL BE COOL, NOW THAT HE SEES WHAT I DID. IT'S GONNA BE JUST LIKE IT WAS. BETTER!



CLAYTON...
THIS ISN'T A
GOOD THING,
WHAT HAPPENED
HERE.

YOU USED
THE CLASH TECH.
AGAIN. THE ONE
THING YOU WEREN'T
SUPPOSED
TO DO.



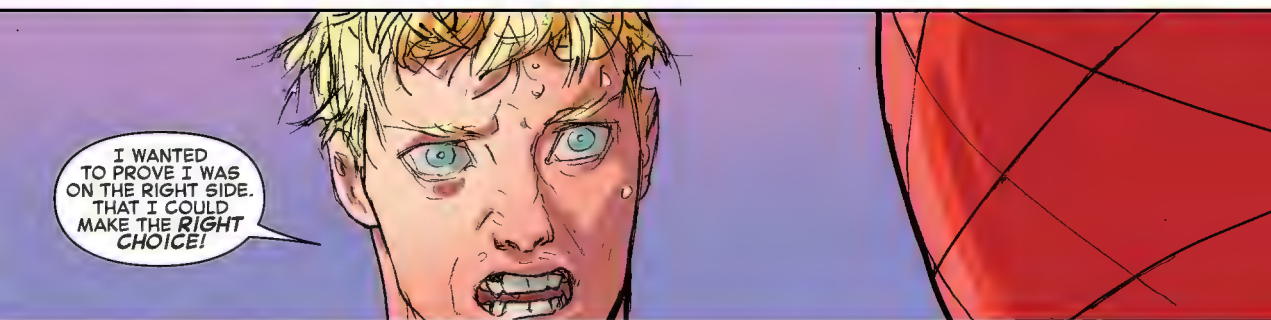
B-BUT I
WAS PROTECTING
PARKER INDUSTRIES!
STROMM WAS GOING
TO ROB IT! HE WAS
GONNA FRAME
HARRY--

AND I
COULD'VE STOPPED
ALL THAT--WITHOUT
MILLIONS IN PROPERTY
DAMAGE OR ANYONE PUT
IN DANGER--IF YOU'D
JUST COME TO ME
AND TOLD ME.



WHY
DIDN'T
YOU?

I...



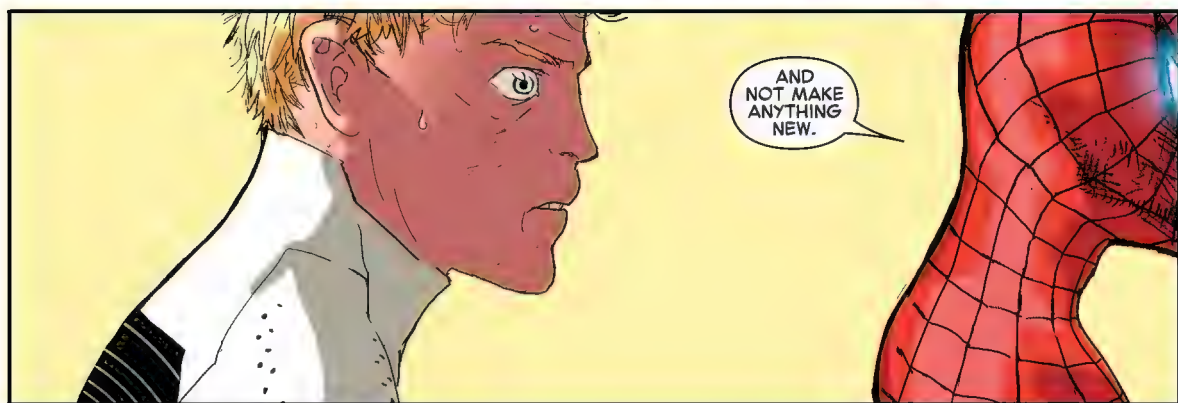
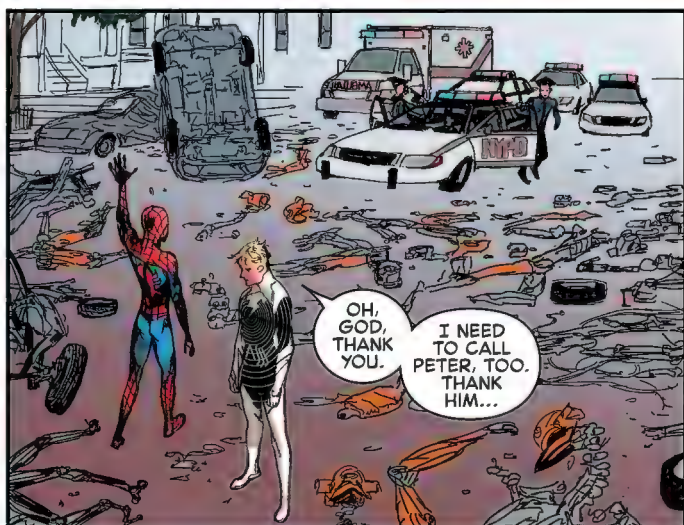
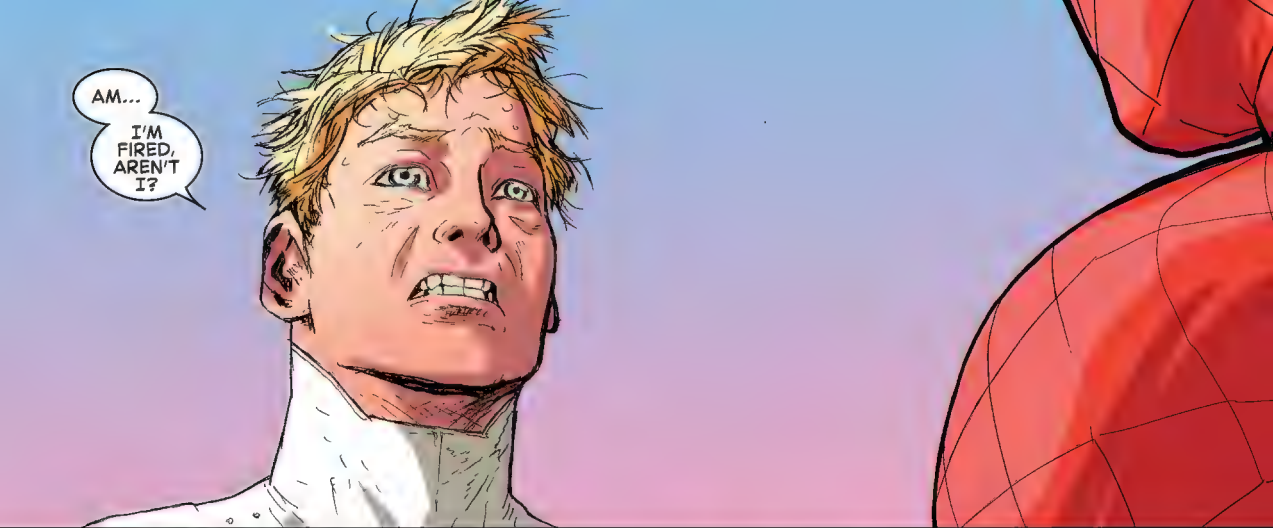
I WANTED
TO PROVE I WAS
ON THE RIGHT SIDE.
THAT I COULD
MAKE THE **RIGHT**
CHOICE!

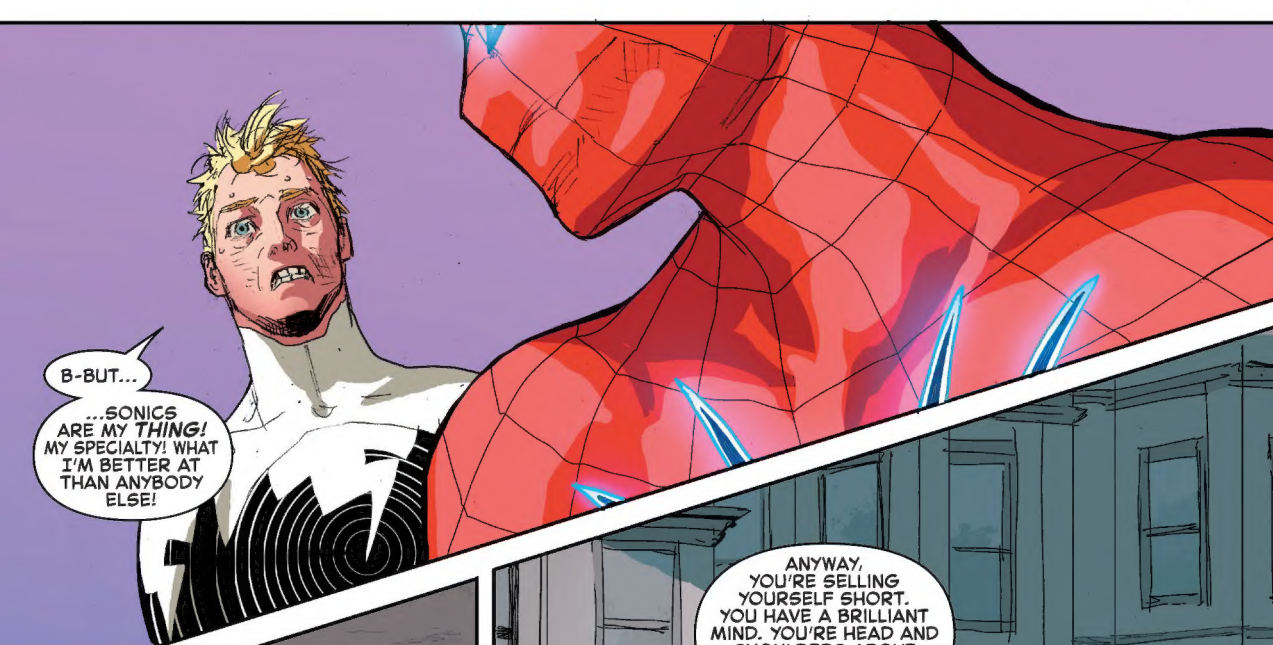


BUT YOU
DIDN'T.

YOU TOOK
A HUGE RISK.
WITH YOUR LIFE,
AND THE LIVES
OF OTHERS.

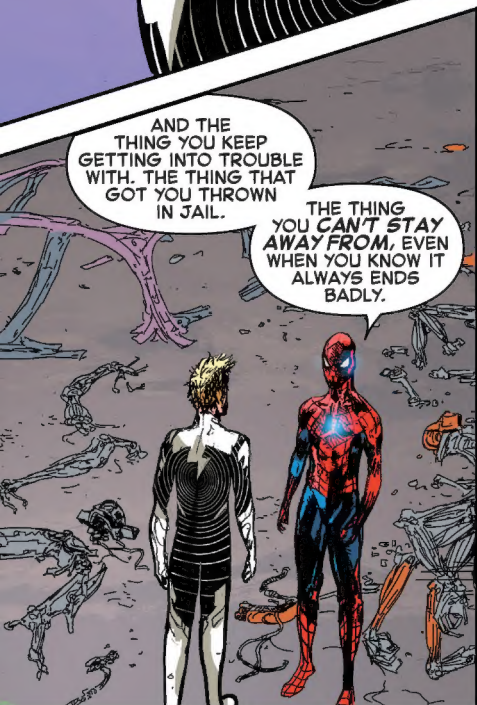
CLAYTON,
YOU VIOLATED
YOUR
PAROLE.





B-BUT...

...SONICS
ARE MY **THING!**
MY SPECIALTY! WHAT
I'M BETTER AT
THAN ANYBODY
ELSE!



AND THE
THING YOU KEEP
GETTING INTO TROUBLE
WITH. THE THING THAT
GOT YOU THROWN
IN JAIL.

THE THING
YOU **CAN'T STAY**
AWAY FROM, EVEN
WHEN YOU KNOW IT
ALWAYS ENDS
BADLY.



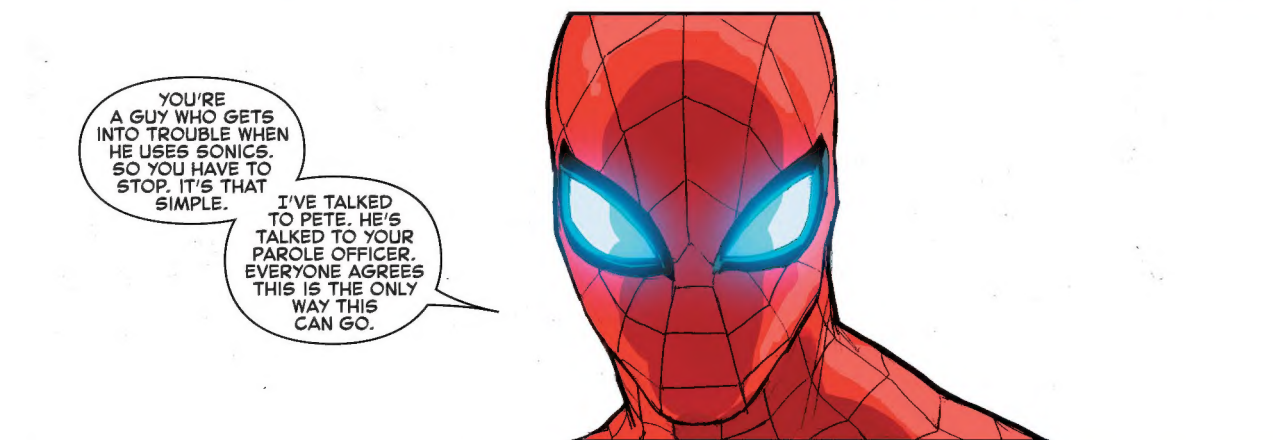
ANYWAY,
YOU'RE SELLING
YOURSELF SHORT.
YOU HAVE A BRILLIANT
MIND. YOU'RE HEAD AND
SHOULDERS ABOVE
EVERYONE ELSE IN A
LOT OF DIFFERENT
FIELDS.

NOT
AS GOOD AS I
AM WITH SONICS.
THAT'S THE **ONLY**
THING. THE ONLY THING
THAT MAKES
ME SPECIAL.



AND
THAT'S WHY
YOU ALL WANT
TO TAKE IT
AWAY.





THERE'S
ANOTHER
WAY.

WAY
WAY
WAY
WAY
WAY
WAY

WAY
WAY
WAY
WAY
WAY

TO BE
CONCLUDED

NEXT:
AMAZING
SPIDER-MAN 4



CIVIL
WAR II